



**NEWGEN**

**Newgen Software Technologies Limited**

CIN: L72200DLI992PLC049074

E-44/13, Okhla Phase-II, New Delhi-110 020, INDIA

Tel: +91-11-4653 3200 Fax : +91-11-2638 3963

Email: [corpmtg@newgensoft.com](mailto:corpmtg@newgensoft.com) URL: <https://newgensoft.com>

**Date:** 7<sup>th</sup> August, 2019

<b>To,</b> <b>BSE Limited</b> Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001	<b>To,</b> <b>National Stock Exchange of India Limited</b> Exchange Plaza, Plot No. C/1, G Block, Bandra- Kurla Complex Bandra (E), Mumbai – 400051
Ref.: Newgen Software Technologies Limited (NEWGEN/INE619B01017) Scrip Code - 540900	Ref.: Newgen Software Technologies Limited (NEWGEN/INE619B01017)

**Sub.: Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosures Requirement), Regulation, 2015**

**Ref.: Proceedings of the 27<sup>th</sup> Annual General Meeting of the Company**

Dear Sir/ Ma'am

In terms of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith copy of the proceedings of the 27<sup>th</sup> Annual General Meeting of the Equity Shareholders of the Company held on Wednesday, 7<sup>th</sup> August, 2019 at 11:00 A.M. at NCUI Auditorium & Convention Centre, 3, Siri Institutional Area, August Kranti Marg, Hauz Khas, New Delhi – 110016.

This is for your kind information and record.

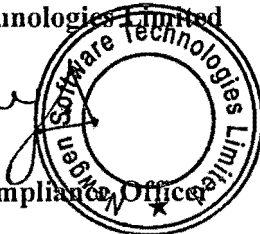
Thanking you.

For Newgen Software Technologies Limited

*Aman Mourya*

Aman Mourya

Company Secretary & Compliance Officer



Encl.: a/a



**SUMMARY OF THE PROCEEDINGS OF THE TWENTY SEVENTH ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF NEWGEN SOFTWARE TECHNOLOGIES LIMITED.**

The 27<sup>th</sup> Annual General Meeting ("AGM") of the Members of Newgen Software Technologies Limited (the "Company") was held on Wednesday, 7<sup>th</sup> August, 2019 at 11:00 AM at NCUI Auditorium & Convention Centre, 3, Siri Institutional Area, August Kranti Marg, Hauz Khas, New Delhi – 110016.

**The Following Board members were present:**

- |    |                              |                              |
|----|------------------------------|------------------------------|
| 1. | Mr. Diwakar Nigam            | Chairman & Managing Director |
| 2. | Mr. T.S. Varadarajan         | Whole-time Director          |
| 3. | Mrs. Priyadarshini Nigam     | Whole-time Director          |
| 4. | Mr. Kaushik Dutta            | Independent Director         |
| 5. | Mr. Saurabh Srivastava       | Independent Director         |
| 6. | Mr. Subramaniam Ramnath Iyer | Independent Director         |

Mr. Aman Mourya, Company Secretary of the Company, welcomed the members and the Directors/KMPs seated on the dais. Chairperson of the respective Statutory Committees of the Board were also present at the meeting.

Mr. Mohit Gupta, Representative of Statutory Auditors, M/s. B S R & Associates LLP, Chartered Accountants and Mr. M. Aijaz, representative of Secretarial Auditors, M/s Aijaz & Associates, Practicing Company Secretary were also present at the Meeting.

All the documents including compliance certificate on ESOP from Statutory Auditor and Statutory Registers of the Company, as referred in the notice of AGM, SEBI Regulations, were remained open and accessible for inspection during the continuance of the AGM.

The Chairman called the meeting to order as requisite quorum was present.

The Chairman, in his opening remarks, informed the members that FY 2018-19 had been an eventful year for the Company. The Company have built new product capabilities to address changing technology landscape and needs of our customers. The Company has expanded our market reach to include more geographies. During the year, the Company continued with the strong growth, profitability and cash generation momentum. On a consolidated basis, the Company reported revenues of Rs 6,206 million in FY '19, which is a 21% growth YoY, compared to the previous year's revenues of Rs 5,124 million. APAC and USA proved to be two strong growth centers for us this year. India contributed 32% of our revenues, EMEA 29%, USA 28% and APAC (excluding India) 11% revenue.

He further informed the members that the Company witnessed substantial improvements in its operational performance, as reflected in 31% increase in EBITDA, which grew to Rs 1,277

Aman Mourya

million in FY' 19 as against Rs 975 million in FY'18. PAT improved by 40%, increasing from Rs 729 million in FY'18 to Rs 1,022 million in FY'19. Net cash from operations increased to Rs 1,022 million from Rs 602 million in FY'18. The Company continues to strike a fine balance between investing in our future growth and managing our margins.

Thereafter, he thanked the members of the Board of Directors for their presence in the Annual General Meeting and for their continuous guidance and counsel. He also thanked all the shareholders for their continued support and faith in the organization. Thereafter, he requested Company Secretary to take over the further proceedings of the meeting.

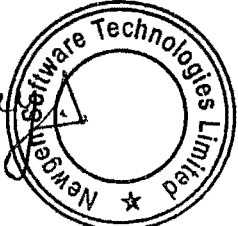
With the consent of the Members present at the meeting, the Notice convening the 27th AGM, the Report of Board of Directors and the Accounts for the financial year ended 31st March 2019 were taken as read. As there were no qualifications, observations, or adverse remarks in the Auditors' Report, it was not required to be read.

The members were also informed that the members who have not voted on the resolutions through e-voting are eligible to cast their votes by polling paper. For this purpose, the Company has appointed Mr. Sanjay Grover & Associates, practicing Company Secretaries, to act as the scrutinizer in this regard.

Thereafter, the following items of business as set out in the Notice convening the 27th AGM dated 25th June, 2019 were transacted at the meeting:

S. No	Particulars	Type of Resolution	Mode of Voting
1.	To receive, consider and adopt the audited standalone and consolidated Financial Statements of the Company for the Financial Year ended 31 <sup>st</sup> March 2019 and the Reports of the Board of Directors and Auditors thereon.	Ordinary	Remote e-Voting and polling paper at the AGM
2.	To declare a Dividend of Rs. 3/- per Equity Share having Face value of Rs. 10/- each of the Company for the Financial Year ended 31 <sup>st</sup> March 2019.	Ordinary	Remote e-Voting and polling paper at the AGM
3.	To appoint a Director in place of Mr. Diwakar Nigam (DIN: 00263222), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	Remote e-Voting and polling paper at the AGM
4.	Approval of charges for service of documents on the members.	Ordinary	Remote e-Voting and polling paper at the AGM
5.	Payment of Commission to Non-Executive Directors	Ordinary	Remote e-Voting and polling paper at the AGM
6.	Re-appointment of Mr. Diwakar Nigam as the Chairman & Managing Director of	Ordinary	Remote e-Voting and polling paper at the AGM

Aman Mawani



	the Company for a period of five (5) years).		
7.	Re-appointment of Mrs. Priyadarshini Nigam as Whole-time Director of the Company for a period of five (5) years.	Ordinary	Remote e-Voting and polling paper at the AGM
8.	Re-appointment of Mr. T. S. Varadarajan as Whole-time Director of the Company for a period of five (5) years	Special	Remote e-Voting and polling paper at the AGM

Thereafter, the Company Secretary requested Mr. Sanjay Grover, Scrutinizer, for conducting the voting process.

Company Secretary announced that the voting results along with the consolidated Scrutinizer's Report shall be informed to Stock Exchanges and also be placed on the website of the Company and Stock Exchanges.

With the completion of voting through polling papers, the meeting was concluded at 11:25 AM.

Post completion of the Annual General Meeting, the Scrutinizer took the custody of the remote e-voting and polling paper voting at the venue of the meeting. The Scrutinizer Report is awaited. The details of the voting results (remote e-voting and polling process) on all the resolutions/items of business as set out in the Notice of 27<sup>th</sup> AGM along with Consolidated Scrutinizer's Report shall be submitted separately in due course.

Thanking you,

**For Newgen Software Technologies Limited**

*Aman Mourya*  
**Aman Mourya**  
**Company Secretary & Compliance Officer**



**Date: 07.08.2019**

**Place: New Delhi**